11Southern Union Company Department of Telecommunications and Energy

D.T.E. 03-3

Supplemental Record Request: **DTE 2-5**

February 20, 2003

Person Responsible: David J. Kvapil

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To the extent that the Company anticipates issuing mandatory convertible preferred securities, please provide the following information. If specific details have not been finalized at this time, please provide an anticipated range of values.

- 1. Maturity date(s)
- 2. Interest Rate
- 3. Conversion date or event
- 4. Dividend Payment Schedule
- 5. Par Value
- 6. Minimum offering price

Response

Specific details as to the size and timing of a preferred securities issuance have not yet been determined. However, if the Company were to issue mandatory convertible preferred securities, the anticipated range of values for the potential offering would be as follows:

- 1. <u>Maturity Date</u>: Mandatory convertible preferred securities have a fixed date, designated point in time, or designated event upon which the security converts into common stock. Generally, the fixed date of conversion is within a range of two to five years.
- 2. <u>Interest Rate</u>: Based on our most recent discussions with both J.P. Morgan and Merrill Lynch, the Company anticipates that the interest rate would range from 4.5 to 8.5 percent, based on market conditions at the time of issuance.
- 3. <u>Conversion Date or Event</u>: The fixed date of conversion would be set to occur no less than two years from the date of issuance, as described above.
- 4. <u>Dividend Payment</u>: The dividend payment schedule for a mandatory convertible preferred security could involve quarterly or annual payments.
- 5. <u>Par Value</u>: Under the Company's Certificate of Incorporation (as amended October 26, 1999), mandatory convertible preferred stock would be issued with no par value.

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6. Offering Price: The minimum offering price of a mandatory convertible preferred security is generally priced relative to the current market price of the Company's common stock. Therefore, the Company anticipates that the minimum offering price would be no less than \$10.00 per share.